

# HELM

## FINANCIAL CORPORATION

One Embarcadero Center • San Francisco, CA 94111

415/398-4510

FAX 415/398-4816

**VIA UPS 2-DAY**

August 22, 2000

Mr. Vernon Williams  
Surface Transportation Board  
1925 K Street, N.W.  
Washington, D.C. 20423-0001

Dear Mr. Williams:

Enclosed are two (2) originals of the Memorandum of Full Maintenance Lease Agreement dated as of September 10, 1999 ("**Memorandum**") between the following parties:

Lessor: Helm Financial Corporation  
One Embarcadero Center, Suite 3700  
San Francisco, CA 94111

Lessee: CSR Rinker Materials  
4004 Clarcona Ocoee Road  
Orlando, FL 32810-4228

**A short summary of the document to appear in the index follows:**

Memorandum of Full Maintenance Lease Agreement between Helm Financial Corporation as Lessor and CSR Rinker Materials as Lessee, covering one hundred fifty (150) railcars from within the series HLMX 7200 - 7349.

Please file this Memorandum as a primary document and return one (1) stamped original to my attention. A check covering the filing fee of twenty-six dollars (\$26.00) is enclosed.

Yours truly,



Alison Drain  
Document Administrator

/ad  
Enclosures (2)

RECORDATION NO. 23060 FILED

AUG 25 '00

2-49 PM

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SURFACE TRANSPORTATION BOARD

AUG 25 '00 2-49 PM

MEMORANDUM OF  
FULL MAINTENANCE LEASE AGREEMENT

SURFACE TRANSPORTATION BOARD

THIS MEMORANDUM OF FULL MAINTENANCE LEASE AGREEMENT ("Memorandum") is made as of September 10, 1999 and is intended to evidence that certain Full Maintenance Lease Agreement dated as of September 10, 1999 ("Lease") between HELM FINANCIAL CORPORATION, a California corporation ("Lessor"), and CSR RINKER MATERIALS, a Georgia corporation ("Lessee"), for the purpose of satisfying the requirements of recordation with the Surface Transportation Board of the Department of Transportation under Section 49 of U.S.C. 11301. Lessor has the right to lease the rail equipment, more fully described in Schedule A hereto ("Units"). Lessee leased from Lessor the Units at the Rent and upon the terms and conditions provided in the Lease.

The Lease and the Units cannot be assigned, subleased or in any way encumbered without the prior written consent of Lessor. Lessee has granted a security interest unto Lessor in and to any and all Payments, as such term is defined in the Lease, including, without limitation, any and all Rent and other Payments pursuant to any sublease of the Units. In the Event of Default, as such term is defined in the Lease, Lessee assigns any and all subleases to Lessor.

IN WITNESS WHEREOF, the parties hereto have caused this Memorandum to be executed by their duly authorized representative as of the day and year first above written.

LESSOR

LESSEE

HELM FINANCIAL CORPORATION

CSR RINKER MATERIALS

By: 

By: 

Print Name: Richard C. Kirchner

Print Name: William N Meyer

Its: President

Its: Sales Manager

CM

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km

SCHEDULE A  
TO THE MEMORANDUM OF LEASE

THE UNITS

Equipment Description: One hundred fifty (150), 2,850 cubic foot capacity, 3-pocket, open top hoppers equipped with Miner Type D2 door lock mechanisms and upgraded to 286K loading capacity. Built by Bethlehem Steel, 1971-1979.

Unit Numbers: HLMX 7200-7349

343  
um

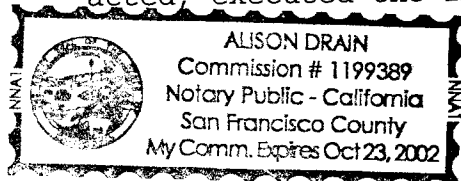
STATE OF CALIFORNIA )  
 ) S.S.  
COUNTY OF SAN FRANCISCO )

On July 19<sup>th</sup>, 2000, before me, Alison Drain, personally  
appeared Richard C. Kirchner, President of HELM FINANCIAL CORPORATION,

X personally known to me -OR-

— proved to me on the basis of satisfactory evidence

to be the person(s) whose name(s) is/are subscribed to the within instrument and  
acknowledged to me that he/she/they executed the same in his/her/their  
authorized capacity(ies), and that by his/her/their signature(s) on the  
instrument the person(s), or the entity upon behalf of which the person(s)  
acted, executed the instrument.



[Notarial Seal]

Witness my hand and official seal.

Alison Drain

SIGNATURE OF THE NOTARY

STATE OF Florida )  
 ) S.S.  
COUNTY OF Orange )

On July 14, 2000, before me, Nancy A. Thomas, personally  
appeared William N. Meyer, of CSR RINKER MATERIALS,

X personally known to me -OR-

— proved to me on the basis of satisfactory evidence

to be the person(s) whose name(s) is/are subscribed to the within instrument and  
acknowledged to me that he/she/they executed the same in his/her/their  
authorized capacity(ies), and that by his/her/their signature(s) on the  
instrument the person(s), or the entity upon behalf of which the person(s)  
acted, executed the instrument.



Nancy A. Thomas  
MY COMMISSION # CC628209 EXPIRES  
June 28, 2001  
BONDED THRU TROY FAIR INSURANCE, INC.

Witness my hand and official seal.

Nancy A. Thomas

SIGNATURE OF THE NOTARY

[Notarial Seal]

CM